

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

IN RE INTEL CORP. DERIVATIVE
LITIGATION

C.A. No. 1:09-cv-867-JJF

**MOTION AND MEMORANDUM TO FILE UNDER SEAL SHAREHOLDER DEL
GAIZO'S OBJECTIONS TO THE PROPOSED SETTLEMENT OF DERIVATIVE
ACTION**

Pursuant to Local Rule 7.2, and the Notice of Pendency of Derivative Action, Proposed Settlement of Derivative Action, Settlement Hearing and Right to Appear, instructing shareholders or their counsel that they may file documents with this Court, Intel Corporation Shareholder Christine Del Gaizo ("Del Gaizo") hereby requests an Order that her Objections to the Proposed Settlement of Derivative Action ("Objection") and accompanying documents submitted herewith be filed under seal. The Objections and accompanying documents may arguably contain references to confidential information subject to a Confidentiality and Non-Disclosure Agreement ("Confidentiality Agreement").

In support of this motion, Counsel for Del Gaizo states as follows:

1. On June 15, 2010, Del Gaizo and Intel Corporation, through their respective counsel, entered into the Confidentiality Agreement.

2. Pursuant to paragraph 8 of the Confidentiality Agreement, Del Gaizo shall follow the California Rules of Court and/or any similar law of any court or tribunal in which any other suit or proceeding is brought regarding the lodging of records "Conditionally Under Seal," when any Confidential Inspection Material is lodged.

3. The Objection and accompanying documents refer to information that Intel has deemed confidential within the meaning of Confidential Inspection Material, as defined in the Confidentiality Agreement.

4. Therefore, out of an abundance of caution, and in accordance with the June 15, 2010 Confidentiality and Non-Disclosure Agreement, Del Gaizo respectfully requests that this Court enter an Order that her Objection be filed under seal and be impounded until further order of the Court. Further, Del Gaizo respectfully requests that this Court's Order permit the filing of her Objection submitted concurrently with this Motion. The [proposed] Order is attached hereto.

DATED: July 3, 2010

Respectfully submitted,

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